

RECORDATION NO. 28018 - A
FILED

AUG 25 '09 -2 00 PM

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

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OF COUNSEL
URBAN A. LESTER

August 25, 2009

Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Ms Quinlan.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Assignment of Lease, dated as of August 25, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The attached document relates to the Memorandum of Lease Agreement being filed with the Board under Recordation Number 28018

The names and addresses of the parties to the enclosed document are

Assignor: Banc of America Leasing & Capital, LLC
One Financial Plaza
Providence, RI 02903

Assignee: Siemens Financial Services Limited
170 Wood Avenue South
Iselin, NJ 08830

Anne K. Quinlan, Esq.
August 25, 2009
Page 2

A description of the railroad equipment covered by the enclosed document is:

220 railcars TILX 50626 - TILX 50735 and TILX 50846 - TILX 50955

A short summary of the document to appear in the index is:

Memorandum of Assignment of Lease.

Also enclosed is a check in the amount of \$41 00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE

dated as of August 25, 2009

between

SIEMENS FINANCIAL SERVICES, INC
as Assignee

and

BANC OF AMERICA LEASING & CAPITAL, LLC
as Assignor

FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C. §11301 on
August ____, 2009 at _____. ____ m.

RECORDATION NO. 28018 - A FILED

AUG 25 '09 -2 00 PM

MEMORANDUM OF ASSIGNMENT OF LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF ASSIGNMENT OF LEASE is made and entered into as of August 25, 2009, by and between SIEMENS FINANCIAL SERVICES, INC. (the "Assignee") and BANC OF AMERICA LEASING & CAPITAL, LLC (the "Assignor"), with reference to the following:

Assignor, as Lessor, and Trinity Industries Leasing Company, as Lessee, have heretofore executed that certain Rail Equipment Net Leasing Agreement dated as of February 6, 2009, and, pursuant thereto, that certain Schedule No. 90007 dated August 25, 2009 (collectively, the "Lease"), pertaining to the railcars described therein and further described on Exhibit No 1 attached hereto (the "Railcars").

Assignor, as assignor, and Assignee, as assignee, have executed that certain Assignment and Specification of Assigned Lease Schedule dated as of the date hereof to that certain Master Assignment Agreement dated as of May 24, 2009 by and between Assignor and Assignee, pursuant to which Assignor has assigned to Assignee all of its rights and obligations under the Lease with respect to the Railcars.

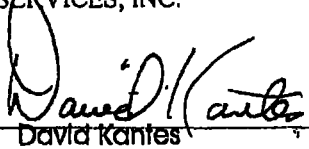
The parties hereto wish to show for public record this Memorandum of Assignment of Lease to provide notice of such assignment


This Memorandum of Assignment of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Assignment of Lease

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

SIEMENS FINANCIAL SERVICES, INC.

By: 
Name: David Kantas
Title: Senior Vice President
and
Chief Risk Officer

By: 
Name: Jim Fuller
Title: SVP, Head of Operations

BANC OF AMERICA LEASING & CAPITAL, LLC

By: _____
Name:
Title

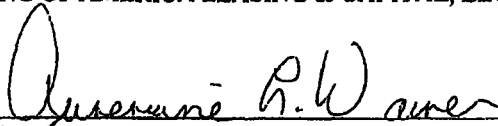
IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease to be executed as of the date first above written.

SIEMENS FINANCIAL SERVICES, INC.

By. _____
Name:
Title:

By. _____
Name:
Title:

BANC OF AMERICA LEASING & CAPITAL, LLC

By: 
Name: Annemarie L. Warren
Title: Vice President

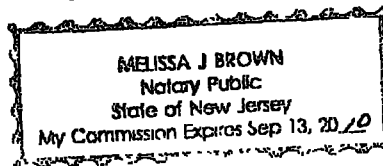
STATE OF New Jersey)
) ss.
COUNTY OF Middlesex)

I HEREBY CERTIFY, that on this 17th day of August, 2009, before me, the undersigned, a Notary Public of the State of New Jersey, personally appeared David Kantes, who acknowledged himself to be the Sr. V.P. of SIEMENS FINANCIAL SERVICES, INC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Sr. V.P. of said company by signing the name of the company by himself as the Sr. V.P.

AS WITNESS my hand and notarial seal.

Melissa J Brown
Notary Public

My commission expires: 9/13/2010



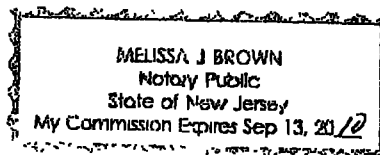
STATE OF New Jersey)
) ss.
COUNTY OF Middlesex)

I HEREBY CERTIFY, that on this 17th day of August, 2009, before me, the undersigned, a Notary Public of the State of New Jersey, personally appeared Tim Fuller, who acknowledged himself to be the Sr. V.P. of SIEMENS FINANCIAL SERVICES, INC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Sr. VP of said company by signing the name of the company by himself as the Sr. VP.

AS WITNESS my hand and notarial seal

Melissa J Brown
Notary Public

My commission expires: 9/13/2010



STATE OF Massachusetts)
COUNTY OF Suffolk) ss.

I HEREBY CERTIFY, that on this _____ day of August, 2009, before me, the undersigned, a Notary Public of the State of Massachusetts, personally appeared Annamarie L Warren, who acknowledged himself to be the Vice President of BANC OF AMERICA LEASING & CAPITAL, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by himself as the Vice President.

AS WITNESS my hand and notarial seal.

Janet E. Gentry
Notary Public

My commission expires March 15, 2013

EXHIBIT NO. 1
TO MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT
DESCRIPTION OF RAILCARS

Two Hundred Twenty (220) 4,323 CF Alum. RDL Freight Coal Cars bearing the following reporting marks:

CAR	MARK	CAR	MARK
TILX	50626	TILX	50846
TILX	50627	TILX	50847
TILX	50628	TILX	50848
TILX	50629	TILX	50849
TILX	50630	TILX	50850
TILX	50631	TILX	50851
TILX	50632	TILX	50852
TILX	50633	TILX	50853
TILX	50634	TILX	50854
TILX	50635	TILX	50855
TILX	50636	TILX	50856
TILX	50637	TILX	50857
TILX	50638	TILX	50858
TILX	50639	TILX	50859
TILX	50640	TILX	50860
TILX	50641	TILX	50861
TILX	50642	TILX	50862
TILX	50643	TILX	50863
TILX	50644	TILX	50864
TILX	50645	TILX	50865
TILX	50646	TILX	50866
TILX	50647	TILX	50867
TILX	50648	TILX	50868
TILX	50649	TILX	50869
TILX	50650	TILX	50870
TILX	50651	TILX	50871
TILX	50652	TILX	50872
TILX	50653	TILX	50873
TILX	50654	TILX	50874
TILX	50655	TILX	50875
TILX	50656	TILX	50876
TILX	50657	TILX	50877
TILX	50658	TILX	50878
TILX	50659	TILX	50879
TILX	50660	TILX	50880
TILX	50661	TILX	50881
TILX	50662	TILX	50882

TILX	50663	TILX	50883
TILX	50664	TILX	50884
TILX	50665	TILX	50885
TILX	50666	TILX	50886
TILX	50667	TILX	50887
TILX	50668	TILX	50888
TILX	50669	TILX	50889
TILX	50670	TILX	50890
TILX	50671	TILX	50891
TILX	50672	TILX	50892
TILX	50673	TILX	50893
TILX	50674	TILX	50894
TILX	50675	TILX	50895
TILX	50676	TILX	50896
TILX	50677	TILX	50897
TILX	50678	TILX	50898
TILX	50679	TILX	50899
TILX	50680	TILX	50900
TILX	50681	TILX	50901
TILX	50682	TILX	50902
TILX	50683	TILX	50903
TILX	50684	TILX	50904
TILX	50685	TILX	50905
TILX	50686	TILX	50906
TILX	50687	TILX	50907
TILX	50688	TILX	50908
TILX	50689	TILX	50909
TILX	50690	TILX	50910
TILX	50691	TILX	50911
TILX	50692	TILX	50912
TILX	50693	TILX	50913
TILX	50694	TILX	50914
TILX	50695	TILX	50915
TILX	50696	TILX	50916
TILX	50697	TILX	50917
TILX	50698	TILX	50918
TILX	50699	TILX	50919
TILX	50700	TILX	50920
TILX	50701	TILX	50921
TILX	50702	TILX	50922
TILX	50703	TILX	50923
TILX	50704	TILX	50924
TILX	50705	TILX	50925
TILX	50706	TILX	50926
TILX	50707	TILX	50927
TILX	50708	TILX	50928
TILX	50709	TILX	50929
TILX	50710	TILX	50930
TILX	50711	TILX	50931
TILX	50712	TILX	50932

TILX 50713	TILX 50933
TILX 50714	TILX 50934
TILX 50715	TILX 50935
TILX 50716	TILX 50936
TILX 50717	TILX 50937
TILX 50718	TILX 50938
TILX 50719	TILX 50939
TILX 50720	TILX 50940
TILX 50721	TILX 50941
TILX 50722	TILX 50942
TILX 50723	TILX 50943
TILX 50724	TILX 50944
TILX 50725	TILX 50945
TILX 50726	TILX 50946
TILX 50727	TILX 50947
TILX 50728	TILX 50948
TILX 50729	TILX 50949
TILX 50730	TILX 50950
TILX 50731	TILX 50951
TILX 50732	TILX 50952
TILX 50733	TILX 50953
TILX 50734	TILX 50954
TILX 50735	TILX 50955